

BEFORE THE BOARD OF OIL, GAS AND MINING  
DEPARTMENT OF NATURAL RESOURCES  
STATE OF UTAH

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IN THE MATTER OF THE REQUEST :  
FOR AGENCY ACTION OF BILL :  
BARRETT CORPORATION FOR AN :  
ORDER POOLING ALL INTERESTS, :  
INCLUDING THE COMPULSORY :  
POOLING OF THE INTERESTS OF :  
BONANZA ROYALTIES, LLC AND EL :  
PASO E&P COMPANY, L.P., IN THE :  
DRILLING UNIT ESTABLISHED FOR :  
THE PRODUCTION OF OIL AND :  
ASSOCIATED GAS AND :  
HYDROCARBONS FROM THE LOWER :  
GREEN RIVER-WASATCH :  
FORMATIONS COMPRISED OF ALL OF :  
SECTION 5, TOWNSHIP 4 SOUTH, :  
RANGE 6 WEST, USM, DUCHESNE :  
COUNTY, UTAH :

NOTICE OF HEARING

Docket No. 2011-013  
Cause No. 139-86

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THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE FOLLOWING  
MATTER.

Notice is hereby given that the Board of Oil, Gas, and Mining ("Board"), State of Utah, will conduct a hearing on WEDNESDAY, JULY 27, 2011, at 9:00 AM, or as soon thereafter as possible, in the auditorium of the Department of Natural Resources, 1594 West North Temple, Salt Lake City, Utah.

The hearing will be conducted as a formal administrative adjudication in accordance with the rules of the Board as set forth in Utah Administrative Code R641 et seq. and as provided for in Utah Code Ann. § 40-6-1 et seq. and Utah Code Ann. § 63G-4-101 through 601.

The purpose of the hearing will be for the Board to receive testimony and evidence regarding a Request for Agency Action that the Board enter an Order:

1. Pooling all interests, including the compulsory pooling of the interests of Bonanza Royalties, LLC ("Bonanza") and El Paso E&P Company, L.P. ("El Paso"), in the drilling unit established by the Board in its Order entered on September 27, 1978 in Cause No. 139-17 (the "139-17 Order"), as modified by the Orders entered on April 17, 1985 in Cause No. 139-42 (the "139-42 Order"), entered on June 18, 2007 in Cause No. 139-77 (the "139-77 Order") and entered on December 3 1, 2008 in Cause No. 139-84 (the "139-84 Order") (the 139- 17, 139-42, 139-77 and 139-84 Orders collectively hereinafter the "139 Series Orders"), for the production of

oil and associated gas and other hydrocarbons comprised of the entirety of Section 5, Township 4 South, Range 6 West, USM, Duchesne County, Utah (641.84 acres) (the "Drilling Unit"); and

2. Providing such other relief as may be just and equitable under the circumstances.

Objections to the Request for Agency Action must be filed with the Secretary of the Board at the address listed below no later than July 11, 2011. A party must file a timely written objection or other response in order to participate as a party at the Board hearing.

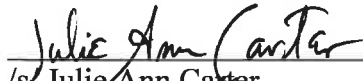
Natural persons may appear and represent themselves before the Board. All other representation by parties before the Board will be by attorneys licensed to practice law in the State of Utah, or attorneys licensed to practice law in another jurisdiction which meet the rules of the Utah State Bar for practicing law before the Utah Courts.

Persons interested in this matter may participate pursuant to the procedural rules of the Board. The Request for Agency Action, and any subsequent pleadings, may be inspected at the office of the undersigned.

Pursuant to the Americans with Disabilities Act, persons requiring auxiliary communicative aids and services to enable them to participate in this hearing should call Julie Ann Carter at (801) 538-5277, at least three working days prior to the hearing date.

DATED this 28th day of June, 2011.

STATE OF UTAH  
BOARD OF OIL, GAS AND MINING  
James T. Jensen, Chairman

  
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/s/ Julie Ann Carter  
Secretary to the Board  
1594 West North Temple, Suite 1210  
Salt Lake City, Utah 84116  
(801) 538-5277

## CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing NOTICE OF HEARING for Docket No. 2011-013, Cause No. 139-86 to be mailed with postage prepaid, this 29th day of June, 2011, to the following:

Frederick M. MacDonald, Esq.  
BEATTY & WOZNAK, P.C.  
6925 Union Park Center, Suite 525  
Cottonwood Heights, UT 84047-6003

Michael S. Johnson  
Assistant Attorneys General  
Utah Board of Oil, Gas & Mining  
1594 West North Temple, Suite 300  
Salt Lake City, UT 84116  
**[Via Email]**

Steven F. Alder  
Assistant Attorneys General  
Utah Division of Oil, Gas & Mining  
1594 West North Temple, Suite 300  
Salt Lake City, UT 84116  
**[Via Email]**

Ute Indian Tribe  
P.O. Box 190  
Ft. Duchesne, UT 84026

Ute Distribution Corp.  
P.O. Box 696  
Roosevelt, UT 84066

The Corporation of the Presiding Bishop  
of the Church of Jesus Christ of  
Latter-Day Saints  
Attn: Natural Resources Section  
50 E. North Temple, 12th Floor  
Salt Lake City, UT 84150

Reimann Properties No. 1, LLC  
2178 Whitmore Way  
Salt Lake City, UT 84121

QEP Energy Company  
Attn: Austin S. Murr  
1050 Seventeenth St., Suite 500  
Denver, CO 80265

Rex L. Mezenen  
P.O. Box 114  
Retsil, WA 98371

Reva Z. Mezenen  
454 N. Emery Ave.  
Orem, UT 84057

Tara Danette Mezenen  
c/o Reva Z. Mezenen  
454 N. Emery Ave.  
Orem, UT 84057

Wade Mezenen  
75 West 200 North, Apt. #2  
Richfield, UT 84701

Barbara Simmons  
2007 West Afton Circle  
Layton, UT 84041

Patricia Reeder Eubank  
3350 Calle Bonita  
San Ynez, CA 93460

Croff Enterprises, Inc.  
d/b/a Croff Oil Company  
3773 Cherry Creek Drive, Suite 1025  
Denver, CO 80209

Sheila K. Mezenen  
6220 S. Herschel Road, #275-3  
Winnemucca, NV 89445

Sonya Rutherford  
P.O. Box 810  
Victor, ID 83455

Sheila Rose Higa  
454 N. Emery Ave.  
Orem, UT 84057

Stacey Mezenen  
32780 Mountainview Rd.  
Newberry Springs, CA 92365

Bert F. Mezenen  
84136 Avenue 44, Space 643  
Indio, CA 92203

James C. Reeder  
512 N. Foothill Rd.  
Beverly Hills, CA 90210-5402

Carman Family Investment Company  
P.O. Box 2707  
St. George, UT 84771

Falcon Royalties LLC [on behalf of the  
Assignors named in that Certain Quit Claim  
Deed dated effective September 1, 2005 and  
recorded on February 20, 2007 in Book  
315MR Page 383, Duchesne County Realty  
Records, and their successors and assigns]  
15601 Dallas Parkway, Suite 900  
Addison, TX 75001

Bonanza Royalties LLC  
33 West 200 South, Suite 135  
Salt Lake City, UT 84101

Nicola Mezenen Guymon  
199 Lupine Dr.  
Evanston, WY 82930

Alisha Mezenen Willard  
108 Butterfield Rd.  
Evanston, WY 82930

Steven R. Garrity  
4821 Eastman Drive  
Oklahoma City, OK 73122

David M. Runyon  
16276 E. Crestline Place  
Aurora, CO 80015

Tim R. Sullivan  
2958 E. Geddes Ave.  
Littleton, CO 80122

Ute Energy Upstream Holdings, LLC  
1875 Lawrence St., Suite 200  
Denver, CO 80202

El Paso E&P Company, L.P.  
Attn: Altamont (Utah) Business  
Area Manager  
P.O. Box 2511  
Houston, TX 77252-2511

United States of America  
Bureau of Land Management  
Utah State Office  
Attn: Roger L. Bankert  
Chief-Branch of Fluid Minerals  
P.O. Box 45155  
Salt Lake City, UT 84145-0155

United States of America  
Bureau of Land Management  
Vernal Field Office  
170 South 500 East  
Vernal, UT 84078

United States of America  
Bureau of Indian Affairs  
Uintah & Ouray Agency  
P.O. Box 130  
Ft. Duchesne, UT 84026

U.S. Bank National Association, as Agent  
[as Trustee and Beneficiary under Deed of  
Trust dated March 9, 2010, as amended and  
restated on March 18, 2011, with Ute  
Energy Upstream Holdings, LLC, as  
Trustor]

Attn: Justin M. Alexander  
950 17<sup>th</sup> Street, 8<sup>th</sup> Floor  
DN-CO-T8E  
Denver, CO 80202



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**CERTIFICATE OF PUBLISHED NOTICE**

I hereby certify that I caused a true and correct copy of the foregoing NOTICE OF HEARING for Docket No. 2011-013, Cause No. 139-86 to be PUBLISHED in the following newspapers on the following days:

Update all info below and delete this line:

July 3, 2011:

The Salt Lake Tribune and Deseret Morning News, newspapers of general circulation in Salt Lake City and County.

July 5, 2011:

Uintah Basin Standard, a newspaper of general circulation in Duchesne and Uintah Counties.

  
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